

Return of Organization Exempt From Income Tax

2005

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2005 calendar year, or tax year beginning **OCT 1, 2005** and ending **SEP 30, 2006**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type See Specific Instructions	C Name of organization OUTRIGGER DUKE KAHANAMOKU FOUNDATION		D Employer identification number 99-0217299
		Number and street (or P.O. box if mail is not delivered to street address) P.O. BOX 2498	Room/suite _____	E Telephone number (808) 532-0557
		City or town, state or country, and ZIP + 4 HONOLULU, HI 96804		F Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and **I** are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates? Yes No

H(b) If "Yes," enter number of affiliates **N/A**

H(c) Are all affiliates included? **N/A** Yes No (If "No," attach a list.)

H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

I Group Exemption Number **N/A**

G Website: **N/A**

J Organization type (check only one) 501(c) (3) (insert no) 4947(a)(1) or 527

K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization chooses to file a return, be sure to file a complete return. Some states require a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 **844,421.**

M Check if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

SCANNED AUG 22 2007

1	Contributions, gifts, grants, and similar amounts received:			
a	Direct public support	1a	86,351.	
b	Indirect public support	1b		
c	Government contributions (grants)	1c		
d	Total (add lines 1a through 1c) (cash \$ 86,351. noncash \$ _____)	1d		86,351.
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		5,142.
3	Membership dues and assessments	3		
4	Interest on savings and temporary cash investments	4		
5	Dividends and interest from securities	5		19,916.
6 a	Gross rents	6a		
b	Less: rental expenses	6b		
c	Net rental income or (loss) (subtract line 6b from line 6a)	6c		
7	Other investment income (describe COGN. UT)	7		
8 a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other
		606,654.	8a	
b	Less: cost or other basis and sales expenses	528,321.	8b	
c	Gain or (loss) (attach schedule)	78,333.	8c	
d	Net gain or (loss) (combine line 8c, columns (A) and (B))	STMT 1	8d	78,333.
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>			
a	Gross revenue (not including \$ 2,335. of contributions reported on line 1a)	9a	54,358.	
b	Less: direct expenses other than fundraising expenses	9b	34,824.	
c	Net income or (loss) from special events (subtract line 9b from line 9a)	SEE STATEMENT 2		9c
10 a	Gross sales of inventory, less returns and allowances	10a		
b	Less: cost of goods sold	10b		
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c		
11	Other revenue (from Part VII, line 103)	11		72,000.
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12		281,276.
13	Program services (from line 44, column (B))	13		117,285.
14	Management and general (from line 44, column (C))	14		17,760.
15	Fundraising (from line 44, column (D))	15		18,751.
16	Payments to affiliates (attach schedule)	16		
17	Total expenses (add lines 16 and 44, column (A))	17		153,796.
18	Excess or (deficit) for the year (subtract line 17 from line 12)	18		127,480.
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		1,235,495.
20	Other changes in net assets or fund balances (attach explanation)	SEE STATEMENT 3		20
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21		1,358,056.

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) (cash \$ 88,750. noncash \$ 0.) If this amount includes foreign grants, check here <input type="checkbox"/>	22 88,750.	88,750.	STATEMENT 5	
23 Specific assistance to individuals (attach schedule)	23			
24 Benefits paid to or for members (attach schedule)	24			
25 Compensation of officers, directors, etc.	25 0.	0.	0.	0.
26 Other salaries and wages	26			
27 Pension plan contributions	27			
28 Other employee benefits	28			
29 Payroll taxes	29			
30 Professional fundraising fees	30			
31 Accounting fees	31 11,363.	4,545.	2,841.	3,977.
32 Legal fees	32			
33 Supplies	33 447.	335.		112.
34 Telephone	34			
35 Postage and shipping	35 1,017.	763.		254.
36 Occupancy	36 820.	328.	205.	287.
37 Equipment rental and maintenance	37			
38 Printing and publications	38 6,927.	5,195.		1,732.
39 Travel	39			
40 Conferences, conventions, and meetings	40 6,158.	3,079.	3,079.	
41 Interest	41			
42 Depreciation, depletion, etc. (attach schedule)	42			
43 Other expenses not covered above (itemize):				
a _____	43a			
b _____	43b			
c _____	43c			
d _____	43d			
e _____	43e			
f _____	43f			
g SEE STATEMENT 4	43g 38,314.	14,290.	11,635.	12,389.
44 Total functional expenses. Add lines 22 through 43. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44 153,796.	117,285.	17,760.	18,751.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?

Yes No

If "Yes," enter (i) the aggregate amount of these joint costs \$ N/A; (ii) the amount allocated to Program services \$ N/A; (iii) the amount allocated to Management and general \$ N/A; and (iv) the amount allocated to Fundraising \$ N/A

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ► <u>SEE STATEMENT 7</u>	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a <u>SCHOLARSHIP GRANTS RANGING FROM \$1000 TO \$2500 WERE GRANTED TO SCHOLAR-ATHLETES WHO PARTICIPATE IN SPORTS INCLUDING SWIMMING, WATERPOLO, SOCCER, VOLLEYBALL, SAILING, ROWING, AND GYMNASTICS</u>	
(Grants and allocations \$ <u>49,500.</u>) If this amount includes foreign grants, check here ► <input type="checkbox"/>	<u>49,500.</u>
b <u>SEE STATEMENT 6</u>	
(Grants and allocations \$ <u>39,250.</u>) If this amount includes foreign grants, check here ► <input type="checkbox"/>	<u>39,250.</u>
c <u>OUTRIGGER DUKE KAHANAMOKU FOUNDATION (ODKF) WAS CREATED TO "TO FINANCIALLY SUPPORT THE DEVELOPMENT OF INDIVIDUALS AND ORGANIZATIONS THAT PERPETUATE THE SPIRIT AND LEGACY OF DUKE PAOA KAHANAMOKU."</u>	
(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	<u>28,535.</u>
d _____	
(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
e Other program services (attach schedule)	
(Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	<u>117,285.</u>

Part IV Balance Sheets (See the instructions)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year
Assets	45 Cash - non-interest-bearing		45
	46 Savings and temporary cash investments	173,776.	46 63,164.
	47 a Accounts receivable	47a 55,601.	
	b Less: allowance for doubtful accounts	47b	47c 55,601.
	48 a Pledges receivable	48a	48c
	b Less: allowance for doubtful accounts	48b	
	49 Grants receivable		49
	50 Receivables from officers, directors, trustees, and key employees		50
	51 a Other notes and loans receivable	51a	
	b Less: allowance for doubtful accounts	51b	51c
	52 Inventories for sale or use		52
	53 Prepaid expenses and deferred charges	1,519.	53 469.
	54 Investments - securities STMT 8 STMT 9 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	1,047,729.	54 1,262,060.
	55 a Investments - land, buildings, and equipment: basis STMT 10	55a	
	b Less: accumulated depreciation	55b	55c
56 Investments - other	0.	56 0.	
57 a Land, buildings, and equipment: basis	57a		
b Less: accumulated depreciation	57b	57c	
58 Other assets (describe ▶)		58	
59 Total assets (must equal line 74). Add lines 45 through 58	1,245,690.	59 1,381,294.	
Liabilities	60 Accounts payable and accrued expenses	10,195.	60 23,238.
	61 Grants payable		61
	62 Deferred revenue		62
	63 Loans from officers, directors, trustees, and key employees		63
	64 a Tax-exempt bond liabilities		64a
	b Mortgages and other notes payable		64b
	65 Other liabilities (describe ▶)		65
66 Total liabilities. Add lines 60 through 65)	10,195.	66 23,238.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74		
	67 Unrestricted	1,173,410.	67 1,292,623.
	68 Temporarily restricted	12,085.	68 15,433.
	69 Permanently restricted	50,000.	69 50,000.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.		
	70 Capital stock, trust principal, or current funds		70
	71 Paid-in or capital surplus, or land, building, and equipment fund		71
	72 Retained earnings, endowment, accumulated income, or other funds		72
73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	1,235,495.	73 1,358,056.	
74 Total liabilities and net assets/fund balances. Add lines 66 and 73	1,245,690.	74 1,381,294.	

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)

75 a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings 15
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)
c Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to this organization through common supervision or common control?
Note. Related organizations include section 509(a)(3) supporting organizations.
If "Yes," attach a statement that identifies the individuals, explains the relationship between this organization and the other organization(s), and describes the compensation arrangements, including amounts paid to each individual by each related organization.
d Does the organization have a written conflict of interest policy?

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits

Table with 5 columns: (A) Name and address, (B) Loans and Advances, (C) Compensation, (D) Contributions to employee benefit plans & deferred compensation plans, (E) Expense account and other allowances. Row 1 contains 'NONE' in column A.

Part VI Other Information (See the instructions)

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.
78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
b If "Yes," has it filed a tax return on Form 990-T for this year?
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement
80 a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?
b If "Yes," enter the name of the organization and check whether it is exempt or nonexempt
81 a Enter direct or indirect political expenditures. (See line 81 instructions.)
b Did the organization file Form 1120-POL for this year?

Part VI Other Information (continued)

82 a Did the organization receive donated services... 82b N/A
83 a Did the organization comply with the public inspection requirements... 83b X
84 a Did the organization solicit any contributions... 84a X
85 501(c)(4), (5), or (6) organizations... 85a N/A
86 501(c)(7) organizations... 86a N/A
87 501(c)(12) organizations... 87a N/A
88 At any time during the year... 88 X
89 a 501(c)(3) organizations... 89b X
90 a List the states... 90b 0
91 a The books are in care of... 91b X
91 c At any time during the calendar year... 91c X
92 Section 4947(a)(1) nonexempt charitable trusts... 92 N/A

Part VII Analysis of Income-Producing Activities (See the instructions)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a OCEANFEST (FKA DUKE					
b HO'OLAULE'A			01	5,142.	
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities			14	19,916.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	78,333.	
101 Net income or (loss) from special events			05	19,534.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue					
a ROYALTIES			15	72,000.	
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		194,925.	0.
105 Total (add line 104, columns (B), (D), and (E))					194,925.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
▼	N/A

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions)

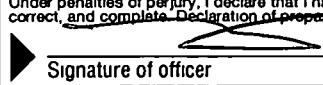
(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			


Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- (b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Please Sign Here:  Signature of officer Date: 8/6/07 Type or print name and title: President

Paid Preparer's Use Only: Preparer's signature:  Date: 8/2/07 Check if self-employed: Preparer's SSN or PTIN: _____

Firm's name (or yours if self-employed), address, and ZIP + 4: LESTER J. HEE, CPA
737 BISHOP STREET, SUITE 2360
HONOLULU, HAWAII 96813-3214 EIN: _____ Phone no.: (808) 532-7322

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No 1545-0047

2005

Name of the organization **OUTRIGGER DUKE KAHANAMOKU FOUNDATION** Employer identification number **99 0217299**

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$50,000	▶ 0			

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services	▶ 0	

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services	▶ 0	

Part III Statements About Activities (See page 2 of the instructions.)

	Yes	No
1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		X
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a Sale, exchange, or leasing of property?		X
b Lending of money or other extension of credit?		X
c Furnishing of goods, services, or facilities?		X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?		X
e Transfer of any part of its income or assets?		X
3 a Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.)	X	
b Do you have a section 403(b) annuity plan for your employees?		X
c During the year, did the organization receive a contribution of qualified real property interest under section 170(h)?		X
4 a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	X	
b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?		X

SEE STATEMENT 11

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)

The organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state **▶** _____
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) sections 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). Check the box that describes the type of supporting organization: Type 1 Type 2 Type 3

Provide the following information about the supported organizations. (See page 6 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 6 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	87,078.	57,472.	85,469.	112,091.	342,110.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	4,645.	8,431.	5,029.	2,687.	20,792.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	32,711.	16,347.	22,825.	17,173.	89,056.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	72,000.	72,000.	SEE STATEMENT 12 72,000.	72,000.	288,000.
23 Total of lines 15 through 22	196,434.	154,250.	185,323.	203,951.	739,958.
24 Line 23 minus line 17	191,789.	145,819.	180,294.	201,264.	719,166.
25 Enter 1% of line 23	1,964.	1,543.	1,853.	2,040.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2001 through 2004 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: (2004) 6,800. (2003) 9,630. (2002) 8,530. (2001) 7,558.					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2004) 0. (2003) 0. (2002) 0. (2001) 0.					
c Add: Amounts from column (e) for lines: 15 342,110. 16 _____ 17 20,792. 20 _____ 21 _____					27c 362,902.
d Add: Line 27a total 32,518. and line 27b total 0.					27d 32,518.
e Public support (line 27c total minus line 27d total)					27e 330,384.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)			27f 739,958.		
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 44.6490%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 12.0353%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2001 through 2004, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

Part V Private School Questionnaire (See page 7 of the instructions.)

N/A

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		

32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)	32d	

33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?	33a	
b	Admissions policies?	33b	
c	Employment of faculty or administrative staff?	33c	
d	Scholarships or other financial assistance?	33d	
e	Educational policies?	33e	
f	Use of facilities?	33f	
g	Athletic programs?	33g	
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)	33h	

34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a	
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.	34b	
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.) N/A

(To be completed ONLY by an eligible organization that filed Form 5768)

Check a if the organization belongs to an affiliated group. Check b if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
		N/A	
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount. Enter the amount from the following table -			
If the amount on line 40 is -	The lobbying nontaxable amount is -		
Not over \$500,000	20% of the amount on line 40		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	41	
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42		
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43		
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44		

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

Calendar year (or fiscal year beginning in)	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
45 Lobbying nontaxable amount					0.
46 Lobbying ceiling amount (150% of line 45(e))					0.
47 Total lobbying expenditures					0.
48 Grassroots nontaxable amount					0.
49 Grassroots ceiling amount (150% of line 48(e))					0.
50 Grassroots lobbying expenditures					0.

Part VI-B Lobbying Activity by Nonelecting Public Charities (For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.) N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Schedule B
(Form 990, 990-EZ, or
990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

2005

Name of organization

Employer identification number

OUTRIGGER DUKE KAHANAMOKU FOUNDATION

99-0217299

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

General Rule-

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules-

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test under Regulations sections 1.509(a)-3/1.170A-9(e) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2005)

Name of organization OUTRIGGER DUKE KAHANAMOKU FOUNDATION	Employer identification number 99-0217299
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Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHRISTOPHER DAMON HAIG, US HERITAGE RESEARCH CONSULTING & PRODUCTIONS 575 COOKE STREET, SUITE A-PMB 1811 HONOLULU, HI 96813	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CYNTHIA FOSTER P.O. BOX 240998 HONOLULU, HI 96814	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	EASTON MANSON, PERSIS CORPORATION 900 FORT STREET MALL #1725 HONOLULU, HI 96813	\$ 8,540.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 1

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
MORGAN STANLEY 129-011109 (S/T)	115,252.	109,919.	0.	5,333.
MORGAN STANLEY 129-011109 (L/T)	159,888.	121,110.	0.	38,778.
MORGAN STANLEY 129-146047 (S/T)	15,609.	12,177.	0.	3,432.
MORGAN STANLEY 129-146047 (L/T)	86,802.	56,388.	0.	30,414.
MORGAN STANLEY 129-161996 (S/T)	31,489.	32,115.	0.	<626.>
MORGAN STANLEY 129-161996 (L/T)	114,087.	116,908.	0.	<2,821.>
MORGAN STANLEY 129-010987 (S/T)	18,645.	15,882.	0.	2,763.
MORGAN STANLEY 129-010987 (L/T)	64,882.	63,822.	0.	1,060.
TO FORM 990, PART I, LINE 8	606,654.	528,321.	0.	78,333.

FORM 990 SPECIAL EVENTS AND ACTIVITIES STATEMENT 2

DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
OCEANFEST (FKA DUKE HO'OLAULE'A) AUCTION	56,693. 0.	2,335.	54,358.	33,222. 1,602.	21,136. <1,602.>
TO FM 990, PART I, LINE 9	56,693.	2,335.	54,358.	34,824.	19,534.

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
UNREALIZED LOSSES	<4,919.>
TOTAL TO FORM 990, PART I, LINE 20	<4,919.>

FORM 990	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
COORDINATOR FEES	31,437.	12,575.	7,859.	11,003.
UTILITIES	869.	348.	217.	304.
BANK CHARGES	25.	13.	12.	
INSURANCE	1,470.	735.	735.	
MISCELLANEOUS	1,204.	602.	602.	
TAXES AND LICENSES	35.	17.	18.	
PROFESSIONAL FEES	2,192.		2,192.	
PAL	1,082.			1,082.
TOTAL TO FM 990, LN 43	38,314.	14,290.	11,635.	12,389.

FORM 990	CASH GRANTS AND ALLOCATIONS			STATEMENT 5
CLASSIFICATION	DONEE'S NAME	DONEE'S ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
SEE ATTACHED LIST			NONE	88,750.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22				88,750.

Grants

First	Last	Organization	Team Contact	Address	City	State	Zip	Award
		Na Opio Racing Association	Mary Moore	P. O. Box 1868	Kailua	HI	96734	\$ 2,500.00
		International Hawaiian Canoe Association (IHCA)	Philip Foti, MD	1343 Mokulua Dr.	Kailua	HI	96734	\$ 1,000.00
Cedric	Caires			2600 Pualani Way, #1602	Honolulu	HI	96815	\$ 750.00
Aaron	Robinson			85-106A Mau'u Rd.	Waianae	HI	96792	\$ 550.00
Anthony	Robinson			85-106A Mau'u Rd	Waianae	HI	96792	\$ 550.00
		Swim with Mike - Hawaii	Kaia Hedlund	1 Keahole Pl , #1607	Honolulu	HI	96825	\$ 1,500.00
Kelly	Noecker			1440 Laukahi	Honolulu	HI	96821	\$ 750.00
Christel	Simms			91-2018 La'akona Place	Ewa Beach	HI	96706	\$ 1,000.00
Kekoa	Taparra			95-438 Kaukoe Street	Mililani	HI	96789	\$ 1,000.00
		Waikiki Beach Boys Canoe Club	Dana Gorecki	688 Wanaao Rd.	Kailua	HI	96734	\$ 1,000.00
Sydney	Yogi			1568 Ihiloa Loop	Honolulu	HI	96821	\$ 150.00
		AccesSurf Hawaii, Inc		45-315 Lilipuna Rd , B-201	Kaneohe	HI	96744	\$ 1,500.00
Brittany	Beauchan		Brittany	959 N Kalaheo Ave.	Honolulu	HI	96734	\$ 750.00
Patrick Keoni	Dolan		Patrick	115 Ku'uuala St.	Kailua	HI	96734	\$ 1,000.00
		Hawaii Canoe/Kayak Team		7196 Hawaii Kai Dr , #248	Honolulu	HI	96825	\$ 1,500.00
		Hawaii Synchro Club		533 Kawaiianui St.	Kailua	HI	96734	\$ 500.00
		Manmed Foundation		46-001 Kamehameha Hwy , #301	Kaneohe	HI	96744	\$ 1,000.00
		Team Hawaii		4471 Sierra Dr	Honolulu	HI	96816	\$ 1,000.00
Deron	Verbeck		Deron	P. O. Box 4597	Kailua Kona	HI	96745	\$ 750.00
		Wa'akapaemua Canoe Club		P. O. Box 210	Kualapuu	HI	96757	\$ 500.00
Kanesa	Duncan			2538 Peter St	Honolulu	HI	96816	\$ 1,000.00
		Women's Pipeline Pro	Betty Ann Depolito	98-090 Au St	Wailua	HI	96719	\$ 1,000.00
		National Guard Hawaii Youth Challenge Academy	Rick Campbell	P. O. Box 75348	Kapolei	HI	96707	\$ 7,000.00
		Outrigger Canoe Club	General Manager	2909 Kalakaua Ave	Honolulu	HI	96815	\$ 6,000.00
		Boys & Girls Club of Hawaii	Michelle Morihara	1523 Kalakaua Ave , #202	Honolulu	HI	96826	\$ 5,000.00
								\$ 39,250.00

Scholarships

First	Last	Address	City	State	Zip	Award
Virginia	Aguilar	4097 Pal Street	Kalaheo	HI	96741	\$ 1,500.00
Sean	Aoyagi	316 B Eielupe Rd	Honolulu	HI	96821	\$ 1,500.00
Joseph	Broc	58-360 Kamehameha Hwy	Haleiwa	HI	96712	\$ 2,500.00
Jeffrey	Casebier	317 Ilimalia Loop	Kailua	HI	96734	\$ 1,000.00
Lauren	Cheape	94-540 Lehuakona St	Mililani	HI	96789	\$ 2,500.00
James	Chung	P. O. Box 292	Kilauea	HI	96754	\$ 1,500.00
Paul	Fai	94-116 Pupukahi St , Apt 301	Waipahu	HI	96797	\$ 2,500.00
Dana	Goya	1665 Akolea Place	Hilo	HI	96720	\$ 1,000.00
Josiah	Guerreiro	712B Oneawa St	Kailua	HI	96734	\$ 1,000.00
Amanda	Hamilton	78-265 Manukai St	Kailua-Kona	HI	96740	\$ 1,000.00
Kathryn	Huntsman	1020 D. Awawamalu St	Honolulu	HI	96825	\$ 1,000.00
Caine	Jette	12120 Kaupakalua Road	Haiku	HI	96708	\$ 2,500.00
Marissa	Kanemura	1722 Makiki St , Apt 504	Honolulu	HI	96822	\$ 1,000.00
Josiah	Karnuth	P. O. Box 622	Kaaawa	HI	96730	\$ 1,000.00
Austin	Kino	333 Nenue St	Honolulu	HI	96821	\$ 1,500.00
Yusuke	Kobayashi	7132 Hawaii Kai Dr , #121	Honolulu	HI	96825	\$ 1,000.00
Lacey	Lavarias	68-298 Crozier Loop	Waiialua	HI	96791	\$ 1,000.00
Celeste	Manuia	225 East Palai St	Hilo	HI	96720	\$ 1,500.00
Joshua	Mapanao	91-1643 Auwaha St	Ewa Beach	HI	96706	\$ 2,500.00
Luana	Mayfield	91-650 Maklea St	Ewa Beach	HI	96706	\$ 2,500.00
Sara	Mirels	61-110 Punaluu Place	Haleiwa	HI	96712	\$ 1,500.00
Tina Marie	Moger	P. O. Box 3112	Lihue	HI	96766	\$ 2,500.00
Kelly	Noecker	1440 Laukahi St	Honolulu	HI	96821	\$ 1,500.00
Kealaonapua	O'Sullivan	Ave , #360	Honolulu	HI	96816	\$ 2,500.00
Leoho'onani	Reyes	P.O. Box 517	Kaunakakai	HI	96748	\$ 1,500.00
Elijah	Sanchez	98-482 Pono Street	Aiea	HI	96701	\$ 2,500.00
Star	Simpson	P. O. Box 1596	Lahaina	HI	96767	\$ 1,500.00
Katelyn	Umetsu	P. O. Box 749	Eleele	HI	96705	\$ 1,000.00
Wailana	Waite	P. O. Box 814	Kilauea	HI	96754	\$ 1,500.00
Desiree	Wallace	830 Akulikuli Way	Wailuku	HI	96793	\$ 1,000.00
Heitiare	Wallace	830 Akulikuli Way	Wailuku	HI	96793	\$ 1,000.00
						\$ 49,500.00

Total Grants and Scholarships

\$ 88,750.00

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 6

DESCRIPTION OF PROGRAM SERVICE TWO

ATHLETIC GRANTS RANGING FROM \$150 TO \$7000 WERE GRANTED TO INDIVIDUALS OR TEAMS TO COMPETE IN LOCAL AND INTERNATIONAL ATHLETIC COMPETITIONS. THESE INCLUDED COMPETITIONS IN SWIMMING, KAYAKING, SURFING, ROWING, BODYBOARDING,

PADDLEBOARD, AS WELL AS SAILING, WATERPOLO, JUDO, SOCCER, VOLLEYBALL, AND GYMNASTICS.

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE B	39,250.	39,250.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE PART III STATEMENT 7

EXPLANATION

THE ORGANIZATION'S PRIMARY PURPOSE IS TO ENCOURAGE ATHLETES AND SCHOLARS WHOSE ENDEAVORS WILL CONTRIBUTE TO THE GROWTH AND DEVELOPMENT OF ATHLETICS IN HAWAII.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 8

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
EQUITY SECURITIES	FMV	812,194.			812,194.
CORPORATE BONDS	FMV		126,828.		126,828.
TO FORM 990, LINE 54, COL B		812,194.	126,828.		939,022.

FORM 990	GOVERNMENT SECURITIES			STATEMENT	9
DESCRIPTION	COST/FMV	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES	
US GOVERNMENT OBLIGATIONS	FMV	204,393.		204,393.	
TOTAL TO FORM 990, LINE 54, COL B		204,393.		204,393.	

FORM 990	OTHER SECURITIES		STATEMENT	10
SECURITY DESCRIPTION	COST/FMV		OTHER SECURITIES	
MONEY MARKET FUNDS	FMV		118,645.	
TO FORM 990, LINE 54, COL B			118,645.	

SCHEDULE A EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS STATEMENT 11
PART III, LINE 3A

SCHOLARSHIPS ARE AWARDED TO QUALIFIED RECIPIENTS STATEWIDE IN SUPPORT OF THEIR ACADEMIC AND ATHLETIC EXCELLENCE. CANDIDATES MUST MEET THE MINIMUM CRITERIA: (1) BE A HAWAII RESIDENT, (2) PLAN TO ATTEND AN ACCREDITED COLLEGE OR UNIVERSITY AS A FULL-TIME STUDENT, (3) HAVE A MINIMUM 3.3 GPA, (4) HAVE PARTICIPATED IN AND INTEND TO CONTINUE PARTICIPATING IN COMPETITIVE SPORTS, IN THE SPORTS OF CANOEING, SURFING, KAYAKING, SAILING, SWIMMING, WATER POLO, VOLLEYBALL AND OTHER RELATED ATHLETIC ACTIVITIES AND HAVE A RECORD OF ACCOMPLISHMENT, AND (5) DEMONSTRATE A NEED FOR FINANCIAL AID. IN DUKE KAHANAMOKU'S HONOR, PREFERENCE IS GIVEN TO COMPETITORS IN WATER SPORTS AND VOLLEYBALL.

SCHEDULE A	OTHER INCOME				STATEMENT	12
DESCRIPTION	2004 AMOUNT	2003 AMOUNT	2002 AMOUNT	2001 AMOUNT		
ROYALTIES	72,000.	72,000.	72,000.	72,000.		
TOTAL TO SCHEDULE A, LINE 22	72,000.	72,000.	72,000.	72,000.		

**CERTIFICATE OF SECRETARY OF
OUTRIGGER DUKE KAHANAMOKU FOUNDATION**

The undersigned, being the duly elected, qualified and acting Secretary of the Outrigger Duke Kahanamoku Foundation, a Hawaii nonprofit corporation, does hereby certify that the Amended Bylaws attached hereto were duly adopted by Board of Directors of the corporation as of September 20, 2006.

Dated: 9/20/06 September 20, 2006



Malia Kamisugi Secretary

AMENDED
BYLAWS OF THE
OUTRIGGER DUKE KAHANAMOKU FOUNDATION
(approved September 20, 2006)

ARTICLE I

Membership

Section 1. Regular Members. The Regular Members shall be the Directors elected pursuant to Article III, Section I. The chief function of the Regular Members shall be to elect or confirm the Directors elected, as provided in Article III, Section I, and when necessary to amend the Bylaws as provided in Article X of these Bylaws.

Section 2. Life Members. The Board of Directors may elect persons as Life Members based upon substantial contribution to the corporation.

Section 3. Honorary Members. The Board of Directors may elect as Honorary Members persons who have made a special contribution to the advancement of scientific or educational studies that fall within the corporation's primary purpose.

Section 4. Voting Rights. Only Regular Member Directors shall have the right to vote and to hold office.

ARTICLE II

Meetings of Members

Section 1. Annual Meeting. The annual meeting of the corporation shall be held in Honolulu, Hawai'i during the months of September or October in each year at such time and place as the Board of Directors shall determine for the purpose of electing directors and an auditor and the transaction of such other business as may be brought before the meeting.

Section 2. Special Meetings. Special meetings of the members may be held upon the call of the president of the Board of Directors.

Section 3. Notices of Meetings. Notices of all meetings, annual or special, shall state the place, day and hour of the meeting and shall be sent by electronic notification, delivered personally or mailed postage prepaid and addressed at least ten days before such meeting, to each Regular Member at the members' address as it appears on the records of the corporation. Notice of every special meeting shall state briefly its purpose. Persons who are not Regular Members shall not be entitled to receive notice of any meeting.

Section 4. Quorum. One-half of the Regular Members of the corporation present in person shall constitute a quorum for the transaction of business. The decision of a majority of the total number of Regular Members shall be valid and binding upon the corporation except as otherwise provided by the law, the articles of incorporation or these bylaws. If a quorum fails to attend in person, a majority of those Regular Members present in person may adjourn the meeting from time to time without other notice until a quorum shall attend.

Section 5. Voting. Only Regular Members shall be entitled to vote at any annual or Special Meeting. Upon demand of any Regular Member, the voting upon any question shall be by ballot. Voting for directors shall be by ballot

ARTICLE III

Board of Directors

Section 1. Number and Term. There shall be not less than nine nor more than eighteen Directors. The number of Directors to be elected shall be determined by the Regular Members at each annual meeting. To the nearest fraction, two-thirds of the Directors shall be members of the Outrigger Canoe Club and one-third of the directors shall not be members of the Outrigger Canoe Club. The basic term for Directors shall be three years; and no Director shall serve more than two consecutive three-year terms, but a person who was a Director may be elected again following one year or longer after the end of the second consecutive three-year term. The terms shall be staggered so that to the nearest approximation, one-third of the Directors shall be elected each year; and the election shall be for an appropriate number of members and non-members of the Outrigger Canoe Club. For the purpose of maintaining the staggering of terms and the ratios set forth above, the members may elect Directors to one-year or two-year terms when establishing the rotation or when replacing a Director who does not complete the term.

Section 2. Vacancies. (a) In case of any vacancy which occurs in the Board of Directors from any cause, the remaining Directors by an affirmative vote of the majority of the whole board may elect a successor to serve as a director until the next annual meeting. The restrictions in Article III, Section I regarding membership or non-membership in the Outrigger Canoe Club shall not apply to such a successor Director.

(b) Any Director shall be subject to removal with or without cause at any time by the affirmative vote of two-thirds of all the members of the Board.

Section 3. Meetings. The Board of Directors shall hold regular meetings. Special meetings may be called at any time by the President or upon the written request of two members delivered to the corporation. A meeting of the Board of Directors without notice shall be held immediately following each annual meeting.

Section 4. Notice. The Secretary or any other persons authorized by the Board shall mail or deliver written notice of each meeting of the Board to each Director at his or her address in the records of the corporation or sent via facsimile or electronically transmitted via e-mail at least five days before the meeting. Notwithstanding anything to the contrary, notice of meetings of urgent matters may be given personally, by telephone, facsimile or e-mail not less than one day before the meeting. Notice may also be given as otherwise prescribed in advance by the Board of Directors. The failure of any Director to receive notice shall not invalidate the proceedings of any meeting, at which a quorum of Directors is present. Notice need not be given to any Director who shall, either before or after the meeting, sign a waiver of notice or who shall attend the meeting without protesting, prior to or at its commencement, the lack of notice. Except as otherwise provided by law, the Corporation's articles of incorporation or these bylaws, a notice or waiver of notice need not state the purposes of the meeting.

Section 5. Quorum and Minimum Vote. The presence of at least nine Directors shall constitute a quorum. The presence of a quorum and the affirmative vote of at least seven of the Directors present shall be necessary for the validity of any act of the Board. In the absence of a quorum, the presiding officer or a majority of the Directors present may adjourn the meeting from time to time without further action until a quorum is present.

. Section 6. Presumption of Assent. A Director who is present at a meeting of the Board of Directors or any committee at which action or any matter is taken shall be presumed to have assented to the action. If a Director so requests, the Director's dissent or the Director's withholding of the Director's vote shall be entered into the minutes of the meeting. Alternatively, the Director shall file a written dissent to the action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward the dissent by registered or certified mail to the Secretary within two days after the date of the action. The right to dissent shall apply to a Director who voted in favor of the action.

Section 7. Action Without Meeting and Participation By Telephone. Any action required or permitted to be taken at any meeting of the Board of Directors or a committee may be taken without meeting if all of the Directors or all of the committee members consent in writing to the action. The consent may be signed at any time before or after the intended effective date of the action. The consent shall be filed with the minutes of the Board of Directors meetings or committee meetings and shall have the same effect as a unanimous vote. Members of the Board of Directors or any committee can participate in a meeting by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can simultaneously hear each other. Participation by this means shall constitute presence in person at the meeting.

Section 8. Powers and Duties. The corporate powers of this corporation shall be vested in the Board of Directors to the fullest extent permitted by the laws of the state of Hawai'i. The Board of Directors shall have the general charge of the affairs, funds and property of the Corporation. It shall be the duty of the Board of Directors to direct the affairs of the Corporation, promulgate policies and rules not inconsistent with law, the Articles of Incorporation or the Bylaws, and to enforce the Bylaws.

Section 9. Standing Committees. There may be standing committees of the Board of Directors. Members of standing committees shall be nominated annually by the President and elected by a majority of the entire Board of Directors. The president shall be an ex-officio member of all standing committees.

Section 10. Special Committees, There may be such special committees of the Board of Directors as the Board of Directors may establish from time to time to discharge particular duties. Members of special committees shall be nominated by the President and elected by a majority of the Board of Directors at a meeting at which a quorum is present.

Section 11. Discontinued Committees. The Board of Directors may discontinue any standing committee or special committee from time to time and the duties of any committee so discontinued may be reassigned by the Board of Directors.

Section 12. Removal of Committee Members. Members of any standing or special committee may be removed by a majority vote of the Board of Directors present at a meeting at which a quorum exists.

Section 13. Meetings of Committees. Committees shall meet as required to perform their functions, and shall report on all actions and considerations to the Board of Directors.

Section 14. Executive Committee. The Board of Directors may, by an affirmative vote of the majority of the members of the Board of Directors present at a meeting at which quorum exists, establish an Executive Committee composed of not less than five (5) members. The President shall serve as chair of the Executive Committee. The other members shall be the Vice President(s), Secretary, Treasurer, and such other members of the Board of Directors as may be nominated annually by the President.

Section 15. Finance Committee. The Board of Directors may, by an affirmative vote of the majority of the members of the Board of Directors present at a meeting wherein a quorum exists, establish a Finance Committee. The members of the Finance Committee shall be the Treasurer and such other members of the Board of Directors as may be nominated annually by the President and elected by a majority vote of the members of the Board of Directors present at a meeting at which a quorum exists. The Board of Directors may delegate to the Finance Committee the authority to invest all funds of the Corporation, including the power to make purchases, sales, and exchanges of securities and other investment assets of the Corporation, except real property. The Finance Committee may employ investment counseling services and may delegate authority to purchase or sell securities for the account of the Corporation to such investment counsel or any officer of the Corporation, subject to such financial and other imitations that the Finance Committee may impose. The Finance Committee shall report changes in investments to the Board of Directors at each regular meeting of the Board of Directors.

ARTICLE IV

Officers

Section 1. Principal Officers. The principal officers shall be regular members of the corporation. There shall be a President, one or more Vice Presidents, a Secretary, and a Treasurer, all of whom shall be elected annually by the Board of Directors at its meeting immediately following the annual meeting of members and shall serve for one year and until their successors are elected. The number of Vice Presidents may be changed from time to time by the Board at any meeting and, if increased, additional Vice Presidents shall be elected by the Board.

Section 2. Other Officers. The Board of Directors may appoint such other officers as it deems necessary who shall have such authority and perform the duties prescribed from time to time by the Board.

Section 3. Removal and Vacancies. All officers shall be subject to removal at any time by the affirmative vote of a majority of the Board.

Section 4. President. The President shall preside at all meetings of the members of the corporation and of the Board of Directors. The President shall have the powers and perform the duties customarily incident to the office and such other powers and duties as may be assigned by the Board.

Section 5. Vice President. The Board of Directors may elect one or more Vice Presidents who shall in the order named perform the duties of the President during the President's absence or disability or whenever the office is vacant.

Section 6. Treasurer. The Treasurer shall have custody of the funds and securities of the corporation deposited with the Treasurer and shall keep such books of account of the corporation, render such statements thereof and perform such other duties usually pertaining to the office of the treasurer of a corporation as required by the Board.

Section 7. Secretary. The Secretary shall keep the minutes of all meetings of the Board and members of the corporation. The Secretary shall give notice in conformity with the bylaws and shall perform all other duties assigned by the Board.

ARTICLE V

Execution of Instruments

Section 1. Authorization. All check and other orders for the payment of money, drafts, notes, bonds, acceptances, contracts, and all other instruments, except as otherwise provided by these Bylaws, shall be signed by such person or persons provided by general or special provision in these Bylaws or any general or special resolution applicable to any such instrument, and in the absence of such general or special provision or resolution applicable to any instrument, such instrument shall be signed by any two of the Officers.

Section 2. Facsimile Signatures. The Board of Directors may provide for the execution of checks by the printed, lithographed or engraved facsimile signatures of the person or persons authorized to sign checks.

ARTICLE VI

Auditor

The voting members, at the annual meeting or at any special meeting called for that purpose, may appoint some person, firm or corporation engaged in the field of independent public accounting to act as auditor of the corporation. No Regular Member or Director shall be eligible to serve as auditor of the corporation. The auditor shall, at least once in each fiscal year, and more often if required by the regular members, examine the books and papers of the corporation and compare the statements of the Treasurer with the books and vouchers of the corporation, and otherwise make an audit of the books of the corporation, and thereafter make appropriate reports.

ARTICLE VII

Liability and Indemnification

Section 1. Liability. Except as otherwise provided in this Article or by Law, no Director, Officer, Employee or Agent of the corporation, and no heir or legal representative of any such person shall be liable to the corporation for any loss, or damage on account of any action or omission by such Director, Officer, Employee or Agent, if the actions were in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the corporation.

. Section 2. Indemnification. (a) The corporation shall indemnify each person who is made a party, or is threatened to be made a party, to any action, suit or proceeding, civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) because such person acted as a Director, Officer, Employee or Agent of the corporation or any division of the corporation, against expenses (including reasonable attorneys' fees) judgments, fines and amounts paid in settlement, actually and reasonably incurred in connection with the action, suit or proceeding, if such person acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the corporation; and, with respect to any criminal action or proceeding had no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea or nolo contendere or its equivalent, shall not of itself, create a presumption that the person did not act in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the corporation, or that the person had reasonable cause to believe that the person's conduct was unlawful.

(b) The corporation shall indemnify each person who was, or was threatened to be made, a party to any action, suit or proceeding by or in the right of the corporation to procure a judgment in its favor, because such a person is or was a Director, Officer, Employee or Agent of the corporation or any division of the corporation, against expenses (including reasonable attorneys' fees) actually and reasonably incurred in connection with the defense or settlement of the action, suit or proceeding, if such person acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of this corporation; except that no indemnification shall be made in respect of any claim, issue or matter for which such person is adjudged to be liable for negligence or misconduct in the performance of duties of this corporation, unless and only to the extent that the court in which such action, suit or proceeding was brought determines that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for the expenses which the court deems proper.

(c) To the extent that a Director, Officer, Employee or Agent of the corporation or any division is successful on the merits or otherwise in defense of any action, suit or proceeding. such persons will be indemnified against expenses (including attorneys' fees) actually and reasonably incurred in connection therewith.

(d) Any indemnification under the foregoing subparagraphs (unless otherwise ordered by court) shall be made by the corporation only as authorized in a specific case upon a determination that indemnification of the Director, Officer, Employee or Agent is proper because of the circumstances set forth in (a) and (b). Such determination shall be made (1) by the Board by a majority vote of a quorum consisting of Directors who were not parties to the action, suit or proceeding, after obtaining the written advice of independent legal counsel; or (2) if such quorum is not obtainable, by independent legal counsel in a written opinion to the corporation; or (3) by the members.

(e) Expenses incurred in defending in civil or criminal action, suit or proceeding may be paid by the corporation in advance of final disposition, as authorized by the Board of Directors in a particular case upon receipt of a written undertaking on behalf of the Director, Officer, Employee or Agent to repay such amounts unless it is ultimately determined that such person is entitled to be indemnified by the corporation as set forth in this Article.

(f) The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those indemnified may be entitled, shall continue as to a person who is no longer a Director, Officer, Employee or Agent, and shall inure to the benefit of the heirs and legal representatives of such person.

(g) The corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, Employee or Agent of the corporation or any division of the corporation against any such liability asserted against or incurred by such person in any such capacity or arising out of the person's status as such whether or not the corporation would have the power to indemnify such person against such liability under the provisions of this Article.

(h) This Article does not apply to any proceeding against any trustee, investment manager, or other fiduciary of an employee benefit plan in such person's capacity, and nothing in this Article shall limit any right to indemnification to which such a trustee, investment manager, or other fiduciary may be entitled by contract or otherwise.

ARTICLE VIII

Fiscal Year

The fiscal year of the corporation shall be October to September 30 of the following year.

ARTICLE IX

Seal

The Board of Directors may by appropriate resolution adopt a form of seal.

ARTICLE X

Amendments

These Bylaws may be altered, amended or repealed at any annual meeting of the members of the corporation or at any special meeting of the voting members of the corporation called for the purpose; provided, that in case of a special meeting, written general notice of the proposed amendment or repeal is presented to a meeting of the Board of Directors and filed with the Secretary not less than twenty days prior to the meeting of the voting members of the corporation.

- If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (not automatic) 3-Month Extension of Time - Must file Original and One Copy.		
Type or print. File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number
	OUTRIGGER DUKE KAHANAMOKU FOUNDATION	99-0217299
	Number, street, and room or suite no. If a P.O. box, see instructions.	For IRS use only
	P.O. BOX 2498	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	HONOLULU, HI 96804	

Check type of return to be filed (File a separate application for each return):

- Form 990
 Form 990-EZ
 Form 990-T (sec. 401(a) or 408(a) trust)
 Form 1041-A
 Form 5227
 Form 8870
 Form 990-BL
 Form 990-PF
 Form 990-T (trust other than above)
 Form 4720
 Form 6069

STOP: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **LESTER J. HEE, CPA**
Telephone No **808-532-7322** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the **whole group**, check this box . If it is for **part of the group**, check this box and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until AUGUST 15, 2007.
- 5 For calendar year _____, or other tax year beginning OCT 1, 2005 and ending SEP 30, 2006.
- 6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.

- 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions \$ _____
- b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ _____
- c **Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions \$ N/A

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature [Signature] Title CPA Date 05/02/2007

Notice to Applicant - To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return
- We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions) This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have not approved this application After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested
- Other _____

Director _____ By: _____ Date _____

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Type or print	Name
	LESTER J. HEE, CPA
	Number and street (include suite, room, or apt. no.) or a P.O. box number
	737 BISHOP STREET, SUITE 2360
	City or town, province or state, and country (including postal or ZIP code)
	HONOLULU, HAWAII 96813-3214

TITLE	TIME DEVOTED TO POSITION	FIRST NAME	LAST NAME	ADDRESS	CITY, STATE, ZIP
DIRECTOR	0.5	WILLIAM (WINK)	ARNOTT	845 North Kalaheo Ave	Kailua, HI 96734
DIRECTOR	0.5	PATRICK	DUGAN	1001 Bishop St, Pauahi Twr, #950	Honolulu, HI 96813
DIRECTOR	0.5	TIARE	FINNEY	155 Dowsett Avenue	Honolulu, HI 96817
PRESIDENT	2	JIM	FULTON	1060 Richards Street	Honolulu, HI 96813
1ST VICE PRESIDENT	1	FRAY	HEATH	1210 Ward Avenue, Suite 201	Honolulu, HI 96814
SECRETARY	0.5	MALIA	KAMISUGI	1060 Young Street, Ste 201	Honolulu, HI 96814
TREASURER	1	EASTON	MANSON	900 Fort Street Mall, #1725	Honolulu, HI, 96813
DIRECTOR	0.5	JUDY	PIETSCH	292 Waiupe Circle	Honolulu, HI 96821
2ND VICE PRESIDENT	0.5	EDWARD	RICHARDSON	717 Kumukahi Place	Honolulu, HI 96825
DIRECTOR	0.5	MALIA	SCHRECK	1800 Davies Pac Ctr , 841 Bishop St	Honolulu, HI 96813
DIRECTOR	0.5	PHIL	SEVIER	1030 Aoloa Place #302-B	Kailua, HI 96734
DIRECTOR	0.5	DAVID	SHOJI	1987 Kakela Drive	Honolulu, HI 96822
CO-TREASURER	1	PERRY	SORENSEN	2375 Kuhio Ave	Honolulu, HI 96815
DIRECTOR	0.5	DIANE	STOWELL	2424 Halelea Place	Honolulu, HI 96822
DIRECTOR	0.5	GREGORY	WUNDERLICH	2910B Park Street	Honolulu, HI 96817